

**UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK**

In re:

SATYAM COMPUTER SERVICES LTD.  
SECURITIES LITIGATION

This Document Applies to: All Cases

09 MD 2027 (BSJ)  
(Consolidated Action)

**NOTICE OF MOTION**

PLEASE TAKE NOTICE that defendants T.R. Prasad, M. Rammohan Rao and V.S. Raju (the “Directors”) will move this Court, before the Honorable Barbara S. Jones, United States District Judge, United States District Court for the Southern District of New York, Daniel Patrick Moynihan United States Courthouse, 500 Pearl Street, Room 17C, New York, New York, on a date and time to be set by the Court, for an order pursuant to Fed. R. Civ. P. 12(b)(5), quashing service of process and dismissing the Consolidated Class Action Complaint. In support of the motion, the Directors rely upon the accompanying memorandum of law and the Affidavit of Miranda S. Schiller.

In the alternative, the Directors will move for an order pursuant to Fed. R. Civ. P. 12(b)(6) and 9(b) and the Private Securities Litigation Reform Act, dismissing the Consolidated Class Action Complaint and each claim for relief asserted against each of the Directors therein. In support of the motion, the Directors rely upon and expressly adopt and incorporate by reference the Memorandum of Law in Support of the Director Defendants’ Motions to Dismiss

the Consolidated Class Action Complaint, and the accompanying Affidavit of Margarita Platkov, filed contemporaneously herewith by defendants Mangalam Srinivasan and Ram Mynampati.

In addition, and in the alternative, the Directors move for an order pursuant to Fed. R. Civ. P. 12(b)(1), dismissing the claims of the MPERS Sub-Class and the IOS Sub-Class for lack of subject matter jurisdiction. In support, the Directors rely upon and expressly adopt and incorporate by reference the arguments of law as to those issues that appear in Point I (pp. 14-24) of the Memorandum of Law of Defendant Satyam Computer Services Limited to Dismiss in Part the Complaint for Lack of Subject Matter Jurisdiction and for Failure to State a Claim Upon Which Relief May Be Granted and to Dismiss the Complaint in its Entirety Under the Doctrine of *Forum Non Conveniens*.

Dated: New York, New York  
November 16, 2009

/s/ Irwin H. Warren  
Irwin H. Warren (IW-1168)  
Miranda S. Schiller (MS-9456)  
Margarita Platkov (MP-1615)  
Evert J. Christensen (Admitted in DE only)

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